

LEWIS
ANDROCA
LLP

L A W Y E R S

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3993 Howard Hughes Parkway, Suite 600
Las Vegas, NV 89169-0961
Facsimile (702) 949-8321
Telephone (702) 949-8320

40 North Central Avenue, Suite 1900
Phoenix, Arizona 85004-4429

Rob Charles NV State Bar No. 006593
Email: rcharles@lrlaw.com
John Hinderaker AZ State Bar No. 018024
Email: jhinderaker@lrlaw.com

Attorneys for USACM Liquidating Trust

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEVADA

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

USA CAPITAL REALTY ADVISORS,
LLC,¹

USA CAPITAL DIVERSIFIED TRUST
DEED FUND, LLC,

USA CAPITAL FIRST TRUST DEED
FUND, LLC,²

USA SECURITIES, LLC,³

Debtors.

Case No. BK-S-06-10725-LBR
Case No. BK-S-06-10726-LBR¹
Case No. BK-S-06-10727-LBR
Case No. BK-S-06-10728-LBR²
Case No. BK-S-06-10729-LBR³

CHAPTER 11

Jointly Administered Under Case No.
BK-S-06-10725 LBR

STIPULATION TO ALLOW BINFORD CLAIM IN PART FOR \$1.425 MILLION AND DISALLOW THE REMAINDER

Affects:

- ☐ All Debtors
- ☒ USA Commercial Mortgage Company
- ☐ USA Capital Realty Advisors, LLC
- ☐ USA Capital Diversified Trust Deed Fund, LLC
- ☐ USA Capital First Trust Deed Fund, LLC
- ☐ USA Securities, LLC

USACM Liquidating Trust (the "USACM Trust"), by and through its counsel,
Lewis and Roca LLP, and Binford Medical Developers LLC ("Binford") by and through
its counsel, Susan Williams Scann of Deaner, Deaner, Scann, Malan & Larsen stipulate:

¹ This bankruptcy case was closed on September 23, 2008

² This bankruptcy case was closed on October 12, 2007.

³ This bankruptcy case was closed on December 21, 2007.

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1 1. Binford filed Proof of Claim No. 10725-00784 on November 9, 2006, in the
2 amount of \$3,502,383. Binford then amended that claim by filing Proof of Claim No.
3 10725-00784-2 on November 13, 2006, in the amount of \$3,502,383 (the “Binford
4 Claim”). Binford asserts a \$3,502,383 unsecured non-priority claim.

5 2. USA Commercial Mortgage Company filed an objection to the Binford
6 Claim [DE 2033] (the “Objection”).

7 3. The USACM Trust and Binford wish to resolve the Binford Claim and the
8 Objection without further litigation and therefore stipulate that the Court allow the Binford
9 Claim in part as a general unsecured claim in the amount of \$1.425 million, and disallow
10 the remainder of the Binford Claim in full.

11 4. This Agreement is entered into as a good faith compromise among the
12 parties as a complete and final settlement of the Objection to Binford’s Proof of Claim. It
13 is understood and agreed that this settlement is a compromise of a disputed claim and that
14 the payments made and received as a result of this Stipulation are not to be construed as an
15 admission that the remainder of the Binford Claim is not valid. Binford reserves all rights
16 it may have against other non-debtor parties to recover the balance of its damages. By this
17 settlement, no party makes any admission as to factual or legal contentions related to the
18 matters settled hereby.

19 5. The Court may vacate the trial scheduled to begin on January 8, 2010 and all
20 other scheduled items associated with the Binford Claim.

21 RESPECTFULLY SUBMITTED October 8, 2009

22 **LEWIS AND ROCA LLP**

23 By: /s/ RC (#6593)

24 Susan M. Freeman, AZ 4199 (*pro hac vice*)

25 Rob Charles, NV 6593

26 John Hinderaker, AZ 18024 (*pro hac vice*)

Counsel for USACM Liquidating Trust

LEWIS
AND
ROCA
LLP
LAWYERS

-and-

DEANER, DEANER, SCANN, MALAN & LARSEN

By: /s/ Susan Williams Scann
Susan Williams Scann (NV 000776)
720 S Fourth Street, Suite 300
Las Vegas, NV 89101
Telephone: 702-382-6911
E-Mail: sscann@deanerlaw.com
Attorneys for Binford Medical Developers, LLC